

## IN THE CLAIMS

1. (currently amended) An interchangeable footwear system comprising ~~a shoe assembly including~~

(a) ~~a base shoe~~ at least a portion of a sole and

(b) interchangeable covers

in which ~~any one of a plurality of said covers are adapted to allow fitting to said base shoe~~ portion of said sole for respectively forming an assemblyies so as to changeing the appearances and use environments of said shoe assemblyies.

wherein said covers respectively comprise uninterrupted sheaths open at undersides and having continuous lower edges.

2. (canceled)

3. (currently amended) The interchangeable footwear system of claim 12 wherein said sole portion is provided with an upwardly extending perimeter rim portion.

4. (currently amended) The interchangeable footwear system of claim 34 wherein said upwardly extending perimeter rim portion is provided with a first mating element.

5. (currently amended) The interchangeable footwear system of claim 4 wherein said interchangeable covers are provided with a respective second mating elements along ~~the~~ lower perimeters of said covers,

6. (original) The interchangeable footwear system of claim 5 wherein said first mating element is female.
7. (currently amended) The interchangeable footwear system of claim 56 wherein said first mating element is male.
8. (currently amended) The interchangeable footwear system of claim 57 wherein said second mating element is male.
9. (currently amended) The interchangeable footwear system of claim 58 wherein said second mating element is female.
10. (original) The interchangeable footwear system of claim 9 wherein said first and second mating elements are substantially V-shaped in section.
11. (currently amended) The interchangeable footwear system of claim 10 wherein said V-shaped sections of said mating elements are provided with matching protrusions and recesses so as to provide a snap-fit when said covers is~~are~~ assembled to said ~~base shoe~~sole portion.
12. (currently amended) The interchangeable footwear system of claim 11 wherein ~~said base shoe~~other sole portions are provided in a range of shapes[[,]] and sizes.

13. (currently amended) The interchangeable footwear system of claim 12 wherein said covers are provided in a matching range of shapes and sizes adapted to fit said ~~base shoe~~sole portions.

14. (original) The interchangeable footwear system of claim 13 wherein said covers are provided in a range of colours and patterns.

15. (currently amended) The interchangeable footwear system of claim 1 wherein said ~~base shoe~~sole portion and said covers are made from any of a selection of materials, said selection including leather, canvas, rubber, plastic and other synthetic materials.

16. (previously presented) The interchangeable footwear system of claim 1 wherein a one of said covers includes an indicia-receiving portion.

17. (original) The interchangeable footwear system of Claim 16 wherein said indicia-receiving portion is adapted to display promotional indicia.

18. (previously presented) A method of altering the appearance of a shoe, said method comprising utilising the interchangeable footwear system of claim 1.

19. (new) The interchangeable footwear system of Claim 1, wherein the sole comprises an outsole.